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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

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2012 FEB - 7 AM 11:08

NON-PROFIT CORPORATION

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation under Chapter 7-6 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

- 1. The name of the corporation is Seaview CARES, Ltd.
2. The period of its duration is (if perpetual, so state) perpetual
3. The specific purpose or purposes for which the corporation is organized are:
This non-profit corporation is being organized for the purpose of facilitating the restoration and preservation of the historic architectural mansion, Seaview Terrace (circa 1925). The organization will provide an educational benefit to the public via historic mansion tours, seminars, arts programming and other educational events and purposes. Said corporation is organized exclusively for charitable, religious, educational, and/or scientific purposes, included, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
4. Provisions, if any, not inconsistent with the law, which the incorporators elect to set forth in these articles of incorporation for the regulation of the internal affairs of the corporation are:
Membership provisions will be set forth in the corporation by-laws.

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BY [Signature] 102739 11:08
BY

5. The address of the initial registered office of the corporation is:

55 Memorial Boulevard

(Street Address, not P.O. Box)

Newport

(City/Town)

RI 02840

(Zip Code)

and the name of its initial registered agent at

such address is Gregory F. Fater

(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 5

(not less than 3 directors)

and the names and address of the persons who are to serve as the initial directors are:

<i>Name</i>	<i>Address</i>
<u>Denise A. Carey</u>	<u>207 Ruggles Avenue, Newport, RI 02840</u>
<u>Christopher Bettencourt</u>	<u>580 Blackstone Street, Uxbridge, MA. 01569</u>
<u>Jillkerry Ward</u>	<u>1526 1st Ave., Apt. 2N, New York, New York 10075</u>
<u>Julianne Lavaia</u>	<u>350 W 43rd St. Apt 31B, New York, New York, 10075</u>
<u>Astrid Spencer</u>	<u>c/o 207 Ruggles Avenue, Newport, RI 02840</u>

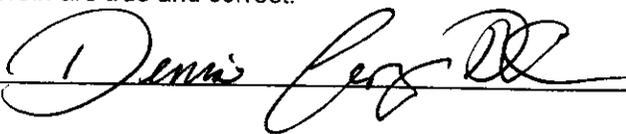
7. The name and address of each incorporator is:

<i>Name</i>	<i>Address</i>
<u>Denise A. Carey</u>	<u>207 Ruggles Avenue, Newport, RI 02840</u>

8. These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 30th day after the date of this filing upon filing

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: February 3, 2011



Signature of each Incorporator



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

